

Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
59th Annual General Meeting of the Equity shareholders
Of **Atlas Copco (India) Limited**

Dear Sir,

I, Shailesh Dilip Indapurkar, Proprietor, Shailesh Indapurkar & Associates, Company Secretaries, Pune having its office at Radha Ramkrishna Society, Flat No.5,1st Floor, 1626, Sadashiv Peth, GopalGayan Samaj Road, Pune 411 030, have been appointed as scrutinizer of **Atlas Copco (India) Limited** ("the company") having its Registered Office Address at Seveanagar, Mumbai-Pune road, Dapodi, Pune-411012 for the purpose of scrutinizing the e-voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e- voting process and ballot process carried out as per the provisions of Companies Act, 2013 read with rules i.e. Companies(Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 59th Annual General Meeting of the Equity shareholders of **Atlas Copco (India) Limited** held on Friday the 20th day of September , 2019 at Sumant Moolgaokar Auditorium, Mahratta Chamber of Commerce, Industries and Agriculture, MCCIA Trade Tower, International Convention centre ,A Wing, Senapati Bapat Road, Pune, 411016. We submit our report as under:

1. The e-voting period remained open from Tuesday, 17th September, 2019 (9.00 a.m. IST) to Thursday, 19th September, 2019 (5.00 p.m. IST).
2. The shareholders holding shares as on the "cut off" date i.e.14th September, 2019 were entitled to vote through e-voting and those who were present on the date of the AGM, and not opted to vote through e-voting process were entitled to vote through ballot process on the proposed resolutions (Item no.1 to 7 as set out in the Notice of the 59th AGM of **Atlas Copco (India) Limited.**)
3. The votes were unblocked on Friday the 20th day of September, 2019 at around 12.35 P.M in the presence of two witnesses, Ms. Mamta Phalak and Ms. Prachi Dange who are not in the employment of the company.



Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of <https://evoting.karvy.com/>

4. On the date of the Annual General Meeting, 64 shareholders voted through ballot process, for resolution No. 1 to 7. Further 7 shareholders attended the meeting but abstained from voting.
5. The result of the e-voting as well as ballot processes as under:

Resolution 1 – To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2019 and the Auditors' and Directors' Report thereon.

(i)Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	1	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91

(ii)Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986

Resolution2- To declare final dividend on equity shares.

(i)Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	01	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986

Resolution 3: To Appoint a Director in place of Ms. Cecilia Sandberg (DIN: 07886753) who retires by rotation and being eligible, offers herself for reappointment.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	01	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986



Resolution 4: To Appoint auditors and to fix their remuneration

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	01	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986

Resolution 5- To ratify the remuneration payable to cost Accountant

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	01	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09



(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986

Resolution 6 To re-appoint Mr. Jamshed K Delvadavala (DIN 00047470) as an Independent Director of the company (Special Resolution)

(i)Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	01	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91

(ii)Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986

Resolution 7. To appoint Mr. Neville Golwalla (DIN 08225145) as an Independent Director of the company

(i)Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favor of resolution	% of total number of valid votes cast
E-Voting	01	05	
Ballot	42	21734412	
TOTAL	43	21734417	99.91



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	1	406	
Ballot	17	19766	
TOTAL	18	20172	0.09

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Ballot	5	2986

- Based on the above facts, all resolutions may be considered as passed with requisite majority as per the provisions of the Companies Act, 2013
- Voting register and other papers shall remain in safe custody of the scrutinizer until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



CS Shailesh Indapurkar
Scrutinizer
Place: Pune.
Date: 21st September 2019